carnage

U.S.A.

MARVEL

LIMITED SERIES

2 OF 5

zeb wells
clayton crain
and you!

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WANTED

KILL ALL HUMANS!

THE CARNAGE GANG!

FOR TAKING THE WHOLE DARN TOOTIN' TOWN OF DOVERTON HOSTAGE!

THIS IS YOUR PAYBACK

MONEY GRABBER!

CARNAGE!

FOR GIVIN' THE AMAZING SPIDER-MAN A BEATIN'

THE FEDS!

WE WANT THEM TO COME SAVE OUR TOWN WITH SOME OF THEM CRAZY OL' SYMBIOTES!

Months ago, Cletus Kasady, a homicidal madman and host of the powerful symbiote known as Carnage, went on the lam from justice. Days ago, he found himself in the small town of Doverton, Colorado. He feasted on the meat in their town slaughterhouse - and used the energy to conquer the town in hours.

In New York City, Spider-Man, the web-slinging super hero and arch enemy of Carnage, joined with a task force of Earth's Mightiest Heroes, the Avengers - including Captain America, Hawkeye, Wolverine and the Thing - to go rescue Doverton. They found a town gripped with fear - and were ambushed by Carnage, who used his amped-up symbiote to physically possess the Avengers - save for Spider-Man - and use them as puppets to attack his arch-foe.

Meanwhile in Washington, D.C., the government has put together its own special task force to rescue Doverton...

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Mission File 0336-Doverton
Situation Report: Spider-Man was the last Avenger to lose contact at 1700 hours.

Last transmission has been identified as Cletus Kasady, a.k.a. Carnage, *singing a song.*

THE ITSY BITSY SPIDER BLAH BLAH BLAH BLAH BLAH BLAH...

Followed by Spider-Man apparently arguing with a teammate.

WOLVERINE! FIGHT IT!

ARRRGH!

We have to assume that the Thing, Hawkeye and Captain America have been compromised as well.

FIGHT IT--

EH, WHO AM I KIDDING? THAT NEVER WORKS.

If Spider-Man is still active...

...he's acting alone.

SOMETHING SOMETHING SOMETHING GETS HIS HEART TORN OUT!

YEARGH!

GUESS THE UPSIDE...

...TO CLETUS USING YOU...

...AS PUPPETS IS...

...HE'S NOT USED TO ADAMANTIUM CLAWS AND A BOW.

TWANG

BAM

GUH!

MMMM! HE'S GOT CAP'S UPPERCUT DOWN, THOUGH...I'VE GOT TO GIVE HIM THAT.

CHECK OUT MY THING IMPRESSION: "IT'S MURDERIN' TIME!"

WHA--

HONK HONK HONK

CARNAGE U.S.A., PART TWO
RED, WHITE, AND DIE!

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BARRRRRGH!

SMASH

WHOA!

I DON'T KNOW WHERE THAT FUEL TRUCK CAME FROM...

...BUT I'LL TAKE IT.

SCREEEEEEEE

FOOSH

SQUEEEE!

SHATTER

HURRY. THAT JUST BOUGHT US A COUPLE SECONDS.

WHO?

O-OKAY...

I HATE THIS STUFF! WENT *RIGHT* UP MY NOSE--

I'M FREE, KASADY! AND WHEN I GET A HOLD OF YOU--

NO, NO, GRIMM...

...YOU'RE NOT GOING ANYWHERE.

WANNA BET-- *YEEE!*

YEEEARGHH!

I KNOW... I KNOW... INSUBORDINATION IN HAPPY TOWN.

WHAT'S NEXT?

CONTINGENCY A

SCORN, A.K.A. DR. TANIS NIEVES.

TAKE A LOOK AT THE NEXT ONE.

WHAT'S IT FOR?

WE'D LIKE YOU TO SHOW US, DR. NIEVES. DO THE DESIGNS SUGGEST ANYTHING TO YOU OR YOUR "OTHER"?

"THE SCORN SYMBIOTE WAS INCUBATED IN A CYBER-SYMBIONIC™ PROSTHETIC. IT NEVER LEARNED THE DISTINCTION BETWEEN ITSELF AND THE ROBOTICS IT INHABITED.

THESE THINGS WERE BUILT FOR WAR.

THEY WANT TO BE WEAPONS.

"IT'S A HYBRID OF SYMBIOTE AND MACHINE, ALLOWING DR. NIEVES TO FORM SYMPATHETIC BONDS WITH TECHNOLOGY.

"TRUTH IS, GENERAL, SHE HASN'T *BEGUN* TO REACH HER POTENTIAL."

PERFECT. I NEED HER READY FOR DEPLOYMENT WITHIN THE HOUR.

WHA--? SIR?

I NEED AN AGENT THAT'S INOCULATED TO SYMBIOTIC ASSIMILATION. AND THAT MEANS I NEED SYMBIOTES.

I'M RUNNING OUT OF OPTIONS.

VENOM-- AWOL.

ANTI-VENOM-- INACTIVE.

TOXIN-- MISSING.

SHE'S NOT READY...

THAT'S MY CALL, EGGHEAD. NOT YOURS.

DOCTOR TANIS NIEVES, I'M GENERAL BRANDON DUGGAN.

YOU WERE THE VICTIM OF A *PROLONGED* PSYCHIC ASSAULT BY THE *CARNAGE SYMBIOTE*, RESULTING IN A PERMANENT BOND WITH ITS ALIEN PROGENY.

OH, YEAH...

...THANKS. IT *TOTALLY* SLIPPED MY MIND.

WHAT DO YOU WANT?

I WANT TO KNOW IF, GIVEN THE CHANCE, YOU'D *KILL* CLETUS KASADY.

YES.

SHE'S READY.

I DON'T CARE HOW DESPERATE YOU ARE...YOU *CAN'T* SEND HER INTO A WAR ZONE ALONE...

NO!

I'M NOT.

CONTINGENCY B

MERCURY TEAM.

LOT OF HUB-BUB FOR A TRAINING EXERCISE.

THINK THIS IS THE REAL DEAL, CHIEF?

WE GO WHERE THEY TELL US, AXELSON.

USMC

MORE SYMBIOTES, GENERAL? I THOUGHT YOU WERE OUT.

I THOUGHT WASHINGTON WASN'T COOPERATING.

YOU HAVE TO KNOW WHERE TO LOOK. SCOTT WASHINGTON, A.K.A. *HYBRID*, WAS AN AMALGAM OF FOUR DIFFERENT CREATURES.

HE WAS *DE*-AMALGAMATED.

HE CHANGED HIS MIND.

THAT'S ALL I'M ALLOWED TO SAY ABOUT THAT.

GENERAL DUGGAN.

THIS IS "SPECIAL MILITARY ADVISOR PATTERSON." IT'S ONE OF *THOSE*, GENTLEMEN.

WE CAN KEEP OUR MOUTHS SHUT.

WELL, EVERYONE BUT RICO...

YOU'RE STILL PAIRING SPECIAL FORCES WITH SYMBIOTES AFTER THE *VENOM DEBACLE?*

OUR PROGRAM GOT FUNDING *BECAUSE* OF THE VENOM DEBACLE. SPECIAL FORCES DON'T GO *AWOL.*

THAT SAID, PETTY OFFICER OGDEN HERE ABSOLUTELY DID *NOT* PASS HIS PSYCH EVALUATION.

I'D TAKE A FEW STEPS BACK IF YOU LIKE YOUR FACE.

THEY HAVE KILL SWITCHES?

THERE'S NO RISK OF BONDING. THEIR SYMBIOTES WERE LEFT CATATONIC BY THEIR SEPARATION FROM WASHINGTON.

MERCURY TEAM TRAINED WITH THEM FOR MONTHS TO TEACH THEM SPECIALIZED TASKS.

SIMMS? HOW 'BOUT A DEMO?

SIR.

LET'S LOAD UP, BOYS.

CHIEF PETTY OFFICER MARCUS SIMMS. 10TH SPECIAL FORCES GROUP. TARGET DESIGNATION. ASSIGNED BIO-WEAPON: SYMBIOTICALLY ENHANCED WAR DOG: LASHER.

SHE'S NOT MUCH TO LOOK AT, BUT SHE CAN FIND A MARK WITHIN FIVE HUNDRED MILES.

WORF! WORF! WORF!

LIEUTENANT JAMES MURPHY. NAVY SEAL. HEAVY MUNITIONS. ASSIGNED BIO-WEAPON: AGONY

IS THAT A RAIL GUN?

EIGHT HUNDRED POUNDS IN THE BATTERY ALONE. PURPLE GOO HERE TRANSFERS THE WEIGHT DIRECTLY INTO THE GROUND.

MIND IF I USE YOUR SHOOTING RANGE?

THE RANGE IS A MILE AND A HALF AWAY.

OH, DEAR...

HOPE I DON'T MISS.

KA-BOOM

LIEUTENANT RICO AXELSON,
NAVY SEAL. SNIPER. ASSIGNED BIO-WEAPON: PHAGE.

ZZZP

I'LL SEND SOMEONE TO CHECK--

WHERE'D THE QUIET ONE--

WHSSSSSSHHHHHH

GO?

PETTY OFFICER HOWARD OGDEN,
MARSOC. RECONNAISSANCE, DIRECT ACTION. ASSIGNED BIO-WEAPON: RIOT.

AND THAT'S THE WHOLE SHOW, AGENT.

SO, WHEN DO WE START?

Outside Doverton.
RALSBY FAMILY ESTATE
SOME OF US WERE FAST, SOME OF US WERE JUST LUCKY...
...BUT WE ALL MADE IT OUT BEFORE THAT *THING* GOT ITS HOOKS INTO US.
I DON'T WANT TO SPEND TOO MUCH TIME STARING INTO THIS GIFT HORSE'S MOUTH, BUT HOW'D YOU KNOW I WAS IN TROUBLE?
WE DIDN'T GO IN FOR *YOU*.
GOT FAMILY WE LEFT BEHIND.
DID YOU SEE A BABY BACK THERE?
OR A KID AROUND SEVEN YEARS OLD? NAME'S COLE?
I DON'T KNOW ABOUT COLE, BUT I SAW A BABY. HE... HE LOOKED FINE.
IT'S A SHE.
OH, I... YOU KNOW... IT'S HARD TO TELL WHEN THEY'RE THAT YOUNG.
YEAH...
GATES UP!
CAREFUL. THE LIONS GOT OUT.

WHAT DID SHE SAY?

LIONS?

AH. LIONS.

HAKUNA MATATA.

RALSBY OWNS...*OWNED* THE MEATPACKING PLANT. HE LIKED ANIMALS. THIS IS HIS PRIVATE ZOO.

TWO LIONS, A GORILLA, THREE CHIMPANZEES, A GIRAFFE...

DON'T FORGET THEM DAMN HOWLER MONKEYS, ERIC...

THEY WERE IN ELECTRIFIED PENS, BUT WE SHUT OFF THEIR POWER TO PUMP MORE JUICE TO THE PERIMETER.

WHY?

WHAT ARE YOU KEEPING OUT THAT'S *WORSE* THAN AN EIGHT HUNDRED POUND LION?

SORRY, JUST CAUGHT MYSELF. STUPID QUESTION.

PEOPLE STOPPED COMING HOME FROM THE RALSBY PLANT A COUPLE OF WEEKS AGO.

WE WENT TO CHECK IT OUT. THE ENTIRE COMPOUND WAS FLOODED WITH GORE...BITS AND PIECES OF CATTLE FLOATING IN THEIR OWN BLOOD.

THEN THE BLOOD STARTED... *LAUGHING* AT US.

HE FED THE CATTLE TO THE SYMBIOTE TO INCREASE ITS MASS...

WHEN THE BLOOD GREW A MOUTH AND ASKED ME WHERE I LIVED, I EMPTIED MY REVOLVER INTO IT.

THE LAUGHTER CAME BACK AND I WATCHED THE WHOLE DISGUSTING MASS FORCE ITSELF INTO THE DRAINS.

I GOT HOME TOO LATE. IT TOOK MY KIDS... MY WIFE...

IT'S IN THE WATER SUPPLY, AND THE DRAINAGE DITCHES SURROUNDING THE TOWN. BUT RALSBY'S GOT HIS OWN WELL. AND THE...*THING* DOESN'T LIKE THE FENCE.

IT'S HARD TO TALK THESE PEOPLE INTO LEAVING FOR RESCUE RUNS. THAT MIGHT HAVE BEEN MY LAST CHANCE TO FIND MY KIDS.

WHAT ARE YOU TALKING ABOUT, ERIC? IT'S *SPIDER-MAN.*

THAT MEANS MORE AVENGERS ARE ON THEIR WAY, RIGHT? THEY'RE GOING TO COME FOR YOU.

I...

I DON'T KNOW.

Mobile Command Rig S-GM8.

FIFTY MILES OUTSIDE OF DOVERTON.

WE'VE GOT STEALTH BOMBERS STANDING BY WITH ENOUGH NAPALM TO TORCH THE ENTIRE TOWN. I NEED TO BE VERY CLEAR ABOUT THIS:

IT'S ALMOST NIGHT. IF YOU HAVEN'T SUCCEEDED BY *SUNUP*, WE'RE EXERCISING THIS OPTION.

THERE'S NO BACKUP. THERE'S ONLY YOU.

YEAH...

IT TAKES ALL OUR CONCENTRATION TO HEAR YOU OVER THE MEWING OF YOUR SYMBIOTES.

DOES THAT ONE TALK?

THEY SOUND LIKE DEFECTIVE KITTENS BEGGING FOR MILK.

HEH, FAIR ENOUGH.

I LIKE HER, CHIEF.

WE MOVE AT TWENTY-TWO HUNDRED HOURS.

I WAS ABOUT THIS OLD WHEN MY DADDY TOOK ME TO A BAR, LITTLE LADY.

I'M GONNA MESS AROUND AND BECOME A GOOD FAMILY MAN, AIN'T I, COLE?

I SAID AIN'T I, COLE?!

ARE YOU STILL MOPING, BOY?! I GOT YOU A DAMN SPIDER-PET, DIDN'T I?

EH, WHATEVER! I GOT WINNER!

P-PLEASE... STOP DOING THIS...

HANNAH... I'M WITH MY FRIENDS...

GIVE ME MY CHILDREN BACK!

BACK? DARLIN', WE'RE ALL ONE BIG HAPPY FAMILY HERE. 'TIL YOU GET *THAT*, I CAN'T TRUST THE KIDS AROUND YOU.

I... I GET IT, CLETUS. I PROMISE!

EH, I DON'T KNOW...

OKAY...

WHAT DO I HAVE TO DO TO PROVE IT? JUST TELL ME WHAT TO DO AND I'LL DO IT.

I WANT YOU TO BRING ME YOUR HUSBAND'S HEAD. AND I WANT YOU TO DO IT AS A FAMILY SO THESE KIDS CAN SEE WHERE YOUR PRIORITIES LIE.

IS THAT FAIR?

FINE... *FINE*, I'LL DO IT.

I'LL DO IT...

THAT'S *NOT* WHAT I ASKED.

I ASKED IS THAT FAIR?

YES.

GOOD.

SLOORCH

HAHAAHAHAHA

HAHAHAHA

THAT'S A'WAYS BEEN MY MOTTO...

...STRICT BUT FAIR...

To Be Continued!

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issue three

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